



CAPITALAND INTEGRATED COMMERCIAL TRUST

(Constituted in the Republic of Singapore pursuant to a trust deed dated 29 October 2001 (as amended))

Please note that there will be no distributions of vouchers or door gifts at the upcoming EGM.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“**EGM**”) of the holders of units in CapitaLand Integrated Commercial Trust (“**CICT**”, the units in CICT, “**Units**”, and the holders of Units, “**Unitholders**”) will be held at Padang & Collyer Ballroom, Level 4, Raffles City Convention Centre, 80 Bras Basah Road, Singapore 189560 on Wednesday, 19 April 2023 at 4.30 p.m. (or as soon thereafter as the annual general meeting of CICT (“**AGM**”) to be held at 2.30 p.m. on the same day is concluded or adjourned), for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution (capitalised terms not otherwise defined herein shall bear the meanings ascribed to them in the circular to Unitholders dated 22 March 2023 (the “**Circular**”)):

THE PROPOSED ENTRY INTO THE NEW SINGAPORE PROPERTY MANAGEMENT AGREEMENT (ORDINARY RESOLUTION)

That:

- (i) approval be and is hereby given for the proposed entry into the New Singapore Property Management Agreement;
- (ii) approval be and is hereby given for the payment of all fees, expenses and reimbursements relating to or arising from the New Singapore Property Management Agreement; and
- (iii) the Manager, any director of the Manager (“**Director**”), and the Trustee be and are hereby severally authorised to complete and do all such acts and things (including executing the New Singapore Property Management Agreement and other documents pursuant to or in connection with the entry into the New Singapore Property Management Agreement) as the Manager, such Director or, as the case may be, the Trustee may consider expedient or necessary or to be in the interests of CICT to give effect to the New Singapore Property Management Agreement.

Details of the New Singapore Property Management Agreement and other related matters are set out in the Circular.

BY ORDER OF THE BOARD

CAPITALAND INTEGRATED COMMERCIAL TRUST MANAGEMENT LIMITED

(Registration Number: 200106159R)

as manager of **CapitaLand Integrated Commercial Trust**

LEE JU LIN, AUDREY

Company Secretary

Singapore

22 March 2023

IMPORTANT NOTICE:

1. Arrangements for conduct of the EGM

The EGM will be held in a **wholly physical format** at Padang & Collyer Ballroom, Level 4, Raffles City Convention Centre, 80 Bras Basah Road, Singapore 189560 on Wednesday, 19 April 2023 at 4.30 p.m. (or as soon thereafter as the AGM to be held at 2.30 p.m. on the same day is concluded or adjourned), pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. There will be **no option to participate virtually**.

Printed copies of this Notice of EGM dated 22 March 2023 (the “**Notice**”) will be sent to Unitholders. In addition, this Notice will be made available by electronic means via publication on CICT’s website at https://investor.cict.com.sg/aggm_egm.html and will also be made available on the SGX website at <https://www.sgx.com/securities/company-announcements>.

Arrangements relating to:

- (a) attendance at the EGM by Unitholders, including CPF and SRS investors, and (where applicable) duly appointed proxy(ies);
- (b) submission of questions to the Chairman of the EGM by Unitholders, including CPF and SRS investors, in advance of, or at, the EGM, and addressing of substantial and relevant questions in advance of, or at, the EGM; and
- (c) voting at the EGM by Unitholders, including CPF and SRS investors, or (where applicable) duly appointed proxy(ies),

are set out in paragraphs 2 to 5 below.

Unitholders, including CPF and SRS investors, who do not wish to, or are unable to, attend the EGM in person but who wish to watch the EGM proceedings, may do so remotely by accessing a live webcast of the EGM if they have registered to do so, details of which are set out in paragraph 6 below. They will not be able to submit questions or vote remotely via the live webcast of the proceedings, and should refer to paragraphs 3 to 5 below if they wish to submit questions and/or vote.

2. Attend in person at the EGM

Unitholders, including CPF and SRS investors, and (where applicable) duly appointed proxy(ies) will be able to attend the EGM in person. They will first need to register personally at the registration counter(s) outside the EGM venue on the day of the event, and should bring along their NRIC/passport to enable CICT’s Unit Registrar to verify their identity for entry to, and (where applicable) be provided with a handheld device for electronic voting at, the physical meeting.

Unitholders are advised not to attend the EGM if they are feeling unwell.

3. Question and answer

Unitholders, including CPF and SRS investors, can submit questions in advance of, or at, the EGM.

Submit questions in advance of the EGM

Unitholders, including CPF and SRS investors, can submit to the Chairman of the EGM substantial and relevant questions related to the resolutions to be tabled for approval at the EGM, in advance of the EGM. Such questions must be received by the Manager no later than **2.30 p.m. on Tuesday, 11 April 2023** and can be submitted in the following manner:

- (a) by post to the office of CICT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632;
- (b) via email to the Manager at ask-us@cict.com.sg; or
- (c) via CICT's website at https://investor.cict.com.sg/agm_egm.html.

Unitholders, including CPF and SRS investors, who submit questions by post or via email must provide the following information for authentication:

- (i) the Unitholder's full name;
- (ii) the Unitholder's address; and
- (iii) the manner in which the Unitholder holds units in CICT (e.g., via CDP, CPF and/or SRS).

Ask questions at the EGM

Unitholders, including CPF and SRS investors, and, where applicable, their duly appointed proxy(ies) can also ask the Chairman of the EGM substantial and relevant questions related to the resolution to be tabled for approval at the EGM, at the EGM itself.

Addressing questions

The Manager will address all substantial and relevant questions (which are related to the resolution to be tabled for approval at the EGM) received from Unitholders by the 11 April 2023 submission deadline by publishing the responses to such questions on CICT's website at https://investor.cict.com.sg/agm_egm.html and the SGX website at <https://www.sgx.com/securities/company-announcements> prior to the EGM.

Any subsequent clarifications sought, or substantial and relevant follow-up questions (which are related to the resolution to be tabled for approval at the EGM) received after the 11 April 2023 submission deadline which have not already been addressed prior to the EGM, as well as those substantial and relevant questions received at the EGM itself, will be addressed during the EGM. Where substantially similar questions are received, the Manager will consolidate such questions and consequently, not all questions may be individually addressed.

The Manager will publish the minutes of the EGM on CICT's website and on the SGX website, and the minutes will include the responses to the substantial and relevant questions which are addressed during the EGM.

4. Vote in person, or appoint proxy(ies) to vote, at the EGM

Unitholders can vote at the EGM themselves or through their duly appointed proxy(ies).

Voting at the EGM

Upon their registration at the EGM venue, Unitholders, including CPF and SRS investors, and (where applicable) duly appointed proxy(ies), will be provided with a handheld device for electronic voting at the physical meeting.

Appointment of proxy(ies)

A Unitholder who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies) ("**Proxy Form**"), before submitting it in the manner set out below. A proxy need not be a Unitholder.

A Unitholder who is not a relevant intermediary (as defined herein) is entitled to appoint not more than two proxy(ies) to attend, speak and vote at the EGM. Where such Unitholder's Proxy Form appoints more than one proxy, the proportion of the unitholding concerned to be represented by each proxy must be specified in the Proxy Form.

A Unitholder who is a relevant intermediary is entitled to appoint more than two proxy(ies) to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different Unit or Units held by such Unitholder. Where such Unitholder's Proxy Form appoints more than two proxy(ies), the number of Units held in relation to which each proxy has been appointed must be specified in the Proxy Form.

A Unitholder who wishes to submit a Proxy Form must do so in the following manner:

- (a) if submitted by post, by completing and signing the Proxy Form, before lodging it with CICT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or
- (b) if submitted electronically:
 - (i) via email, by completing and signing the Proxy Form, before attaching and sending a clear scanned PDF copy of it to CICT's Unit Registrar at CICT@boardroomlimited.com; or
 - (ii) via CICT's website, by completing and authorising the appointment using the online proxy appointment process, through CICT's website at https://investor.cict.com.sg/agm_egm.html,

in each case, **by 4.30 p.m. on Monday, 17 April 2023**, being 48 hours before the time fixed for the EGM.

Where a Proxy Form is executed by an attorney under a power of attorney or other authority on behalf of the appointor, or by a corporation under its common seal, such a Proxy Form may only be submitted by post or via email using the Proxy Form, and not via CICT's website.

Printed copies of the Proxy Form will be sent to Unitholders. In addition, the Proxy Form will also be made available through electronic means via publication on CICT's website at https://investor.cict.com.sg/agm_egm.html or the SGX website at <https://www.sgx.com/securities/company-announcements>.

Completion and submission of the Proxy Form by a Unitholder will not prevent him/her from attending, speaking and voting at the EGM if he/she so wishes. The appointment of the proxy(ies) for the EGM shall be deemed to be revoked if the Unitholder attends the EGM in person, and in such event, the Manager reserves the right to refuse to admit any person or persons appointed under the relevant Proxy Form to the EGM.

CPF and SRS investors who wish to exercise their voting rights at the EGM can refer to paragraph 5 below, for more information.

5. Persons who hold Units through relevant intermediaries

Persons who hold Units through relevant intermediaries, other than CPF and SRS investors, and who wish to participate in the EGM by:

- (a) attending the EGM in person;
- (b) submitting questions to the Chairman of the EGM in advance of, or at, the EGM; and/or
- (c) voting at the EGM (i) themselves; or (ii) by appointing the Chairman of the EGM as proxy to vote on their behalf,

should contact the relevant intermediary through which they hold such Units as soon as practicable in order for the necessary arrangements to be made for their participation in the EGM.

CPF and SRS investors:

- (A) may attend, speak and vote at the EGM if they are appointed as proxy(ies) by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators as soon as practicable if they have any queries regarding their appointment as proxy(ies); or
- (B) (as an alternative to (A) above) may appoint the Chairman of the EGM as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on Thursday, 6 April 2023, being seven working days before the date of the EGM. For the avoidance of doubt, CPF and SRS investors will not be able to appoint third party proxy(ies) (i.e., persons other than the Chairman of the EGM) to vote at the EGM on their behalf.

“**relevant intermediary**” means:

- (i) a banking corporation licensed under the Banking Act 1970, or a wholly owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds Units in that capacity;
- (ii) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001, and who holds Units in that capacity; or
- (iii) the Central Provident Fund Board (“**CPF Board**”) established by the Central Provident Fund Act 1953, in respect of Units purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the CPF Board holds those Units in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

6. Live screening of the EGM

Unitholders, including CPF and SRS investors, who do not wish to, or are unable to, attend the EGM in person but who wish to watch the EGM proceedings may do so remotely through a live webcast of the EGM.

To do so, they will first need to register at CICT's website at https://investor.cict.com.sg/agm_egm.html from Wednesday, 22 March 2023 up to 2.30 p.m. on Monday, 17 April 2023, to enable the Manager to verify their status. More details can be found on CICT's website.

Following verification, registrants will receive an email confirming successful registration by 11.59 p.m. on Tuesday 18 April 2023 which will contain unique user credentials as well as instructions on how to access the live webcast of the EGM proceedings (the "**Confirmation Email**"). Registrants who have registered by the 17 April 2023 deadline but have not received the Confirmation Email by 11.59 p.m. on Tuesday, 18 April 2023 should immediately contact CICT's Unit Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at (65) 6536 5355 (during office hours) or via email at CICT@boardroomlimited.com.

For the avoidance of doubt, registrants will not be able to participate in the EGM via the live webcast of the proceedings, and they will not be treated as attending the EGM. In particular, they will not be able to submit questions or vote remotely.

To submit questions to the Chairman of the EGM in advance of the EGM and/or appoint a proxy(ies) to attend, speak and vote on their behalf at the EGM, Unitholders should refer to paragraphs 3 to 5 above.

7. Other information

(a) The Circular has been published on CICT's website at <https://investor.cict.com.sg/circulars.html>.

The Circular may also be accessed on the SGX website at <https://www.sgx.com/securities/company-announcements>.

Printed copies of this Notice of EGM and Proxy Form will be sent to Unitholders. However, printed copies of the Circular will not be sent to Unitholders. Any Unitholder who wishes to receive a printed copy of the Circular should submit his/her/its request via the online request form which is accessible at CICT's website at <https://investor.cict.com.sg/circulars.html> no later than **5 p.m. on Friday, 31 March 2023**.

(b) The Manager may be required to change the arrangements for the EGM at short notice. Unitholders should check CICT's website at https://investor.cict.com.sg/agm_egm.html or the SGX website at <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the EGM.

(c) Any reference to a time of day is made by reference to Singapore time.

PERSONAL DATA PRIVACY:

By (a) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, (b) submitting a registration to watch the live webcast of the EGM proceedings in accordance with this Notice; and/or (c) submitting any question to the Chairman of the EGM in advance of the EGM in accordance with this Notice, a Unitholder (i) consents to the collection, use and disclosure of the Unitholder's personal data by the Manager and the Trustee (or their agents or service providers) for the following purposes (collectively, "**Purposes**"); (ii) warrants that where the Unitholder discloses the personal data of the Unitholder's proxy(ies) and/or representative(s) to the Manager and the Trustee (or their agents or service providers), the Unitholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Manager and the Trustee (or their agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees to provide the Manager and the Trustee with written evidence of such prior consent upon reasonable request:

- (1) the processing, administration and analysis by the Manager and the Trustee (or their agents or service providers) of instruments appointing a proxy(ies) and/or representative(s) for the EGM (including any adjournment thereof);
- (2) the processing of the registration for purposes of verifying the status of Unitholders, granting access to Unitholders to the live webcast of the EGM proceedings and providing them with any technical assistance where necessary;
- (3) the addressing of relevant and substantial questions received from Unitholders in advance of the EGM and, if necessary, the following up with the relevant Unitholders in relation to such questions;
- (4) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof); and
- (5) in order for the Manager and the Trustee (or their agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.